

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549**

FORM 8-K

**CURRENT REPORT
PURSUANT TO SECTION 13 OR 15(D)
OF THE SECURITIES EXCHANGE ACT OF 1934**

Date of report (Date of earliest event reported): February 29, 2024

CCC Intelligent Solutions Holdings Inc.
(EXACT NAME OF REGISTRANT AS SPECIFIED IN CHARTER)

Delaware
(State or other jurisdiction
of incorporation)

001-39447
(Commission
File Number)

98-1546280
(IRS Employer
Identification No.)

**167 N. Green Street, 9th Floor
Chicago, IL 60607**
(Address of Principal Executive Offices, including Zip Code)

(800) 621-8070
(Registrant's telephone number, including area code)

Not Applicable
(Former name or former address, if changed since last report)

Check the appropriate box below if this Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any following provisions:

- ? Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- ? Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- ? Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- ? Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common stock, par value \$0.0001 per share	CCCS	The Nasdaq Stock Market I

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2).

Emerging growth company ?

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ?

Item 8.01 Other Events.

On February 29, 2024, CCC Intelligent Solutions Holdings Inc. (the “Company”), affiliates of Advent International, L.P. and Oak Hill Partners (collectively, the “Selling Stockholders”) entered into an underwriting agreement (the “Underwriting Agreement”) with Goldman Sachs & Co. LLC, BofA Securities, Inc. and J.P. Morgan Securities LLC (the “Underwriters”) relating to the offer and sale (the “Offering”) of 43,000,000 shares of the Company’s common stock, par value \$0.0001 per share (“Common Stock”), by the Selling Stockholders at a price to the public of \$11.40 per share. Pursuant to the Underwriting Agreement, the Selling Stockholders granted the Underwriters a 30-day option to purchase up to an additional 43,000,000 shares (the “Option Shares”) of Common Stock, which option was exercised by the Underwriters in full on March 4, 2024.

The Offering, including the sale of the Option Shares, closed on March 4, 2024. All of the shares of Common Stock were sold by the Selling Stockholders, and the Company did not receive any proceeds from the sale of such shares.

The Underwriting Agreement contains customary representations and warranties. It also provides for customary indemnification by each of the Company, the Selling Stockholders and the Underwriters against certain liabilities and customary contribution provisions in respect of those liabilities.

The foregoing description of the Underwriting Agreement is not complete and is qualified in its entirety by reference to the copy of the Underwriting Agreement, which is filed herewith as Exhibit 1.1 and incorporated into this Item 8.01 by reference.

The Underwriting Agreement and the above descriptions have been included to provide investors and security holders with information about the terms of the Underwriting Agreement. They are not intended to provide any other factual information about the Company or its subsidiaries, affiliates or equity holders. The representations, warranties and covenants contained in the Underwriting Agreement were made only for purposes of the agreement and as of specific dates, were solely for the benefit of the parties to the Underwriting Agreement and may be subject to limitation or modification upon by the parties, including being qualified by confidential disclosures made by each contracting party to the other as a way of allocating risk between them that differ from those applicable to investors. Moreover, the subject matter of the representations and warranties is subject to change in recent developments. Accordingly, investors should be aware that these representations, warranties and covenants or any description thereof may not describe the actual state of the Company’s affairs or its subsidiaries, affiliates, businesses or equity holders as of the date they were made or at any other time.

Item 9.01. Financial Statements and Exhibits.

Exhibit Number	Description
1.1	<u>Underwriting Agreement, dated as of February 29, 2024, by and among CCC Intelligent Solutions Holdings Inc, the Selling Stockholders named in Schedule I thereto and Goldman Sachs & Co. LLC, BofA Securities, Inc. and J.P. Morgan Securities LLC.</u>
104	Cover Page Interactive Data File (embedded within the Inline XBRL document).

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

Date: March 4, 2024

CCC INTELLIGENT SOLUTIONS HOLDING CORP.

By: /s/ Brian Herb

Name: Brian Herb

Title: Executive Vice President, Chief Financial
Administrative Officer